IN THE CLAIMS:

Please add new claims 21 - 24, cancel claims 4, 5, 7, 11 and 17 and amend claims 1, 2, 3 and 16 to read as follows:

1. (Currently Amended) A bioadhesive, film-forming composition for application to mammalian skin, said composition comprising a homogeneous dispersion of:

a) from about 0.3% to about 10% by weight of the total composition, of ~~a graft Copolymer, comprising a hydrophilic polymer main chain comprising monomeric units, some of which have acidic groups, and a hydrophobic polymeric side chain comprising polystyrene;~~

~~b) from about 0 to about 75% of water soluble polymer by weight, based on the combined weights of the water soluble polymer and the graft Copolymer;~~

a thermoplastic graft copolymer, said graft copolymer being a reaction product of:

(1) a polystyrene macromonomer having an ethylenically unsaturated functional group, and

(2) at least one hydrophilic acidic monomer having an ethylenically unsaturated functional group;

wherein the weight percent of the polystyrene macromonomer in the graft copolymer is between about 1 and about 20%, and the weight percent of the total hydrophilic monomer in the graft copolymer is between 80 and 99%, wherein at least about 10% of said total hydrophilic monomer is acidic, said graft copolymer when fully hydrated having an equilibrium water content of at least 90%;

in

~~c)~~ b) one or more hydrophilic, water based ~~or hydrophobic~~ carriers ~~or a mixture of the same~~ selected from the group consisting of a solution, emulsion, dispersion, lotion, cream, petrolatum and a wax-based preparation;

wherein the composition is in the form of a homogeneous and stable gel;

whereby said composition forms a hydrophilic but water insoluble bioadherent polymeric film upon application to the skin.

2. (Currently Amended) The film-forming composition of Claim 1, wherein said composition comprises from about 0.3 to about 5% by weight of the graft ~~Copolymer~~ copolymer.

3. (Currently Amended) The composition of Claim 1, comprising from about 0.3% ~~Copolymer~~ copolymer to about 3% ~~Copolymer~~ copolymer.

4. - 5. (Canceled).

6. (Original) The film-forming composition of Claim 1, further comprising a biologically active agent.

7. (Canceled)

8. (Original) A method of treatment of mammalian skin comprising applying to the said skin, an effective amount of a composition of Claim 1.

9. (Withdrawn) A skin moisturizer comprising the aqueous formulation of Claim 1.

10. (Original) The method of claim 8, wherein the method of applying the composition is selected from the group consisting of a spray, a roll-on, immersion, dipping, applying by brush, or spattering.

11. (Canceled).

12. (Withdrawn) A foam stabilizer, comprising the composition of Claim 1.

13. (Withdrawn) A detergent comprising the foam stabilizer of Claim 12.

14. (Withdrawn) A shampoo comprising the foam stabilizer of Claim 12.

15. (Withdrawn) A hair conditioner comprising the composition of Claim 1.

16. (Currently Amended) A ~~method of treatment of mammalian skin, comprising a transdermal, sustained release of a biologically active agent from the~~ bioadhesive, film-forming composition comprising a homogeneous dispersion of:

a) from about 0.3% to about 10% by weight of the total composition, of ~~a graft Copolymer, comprising a hydrophilic polymer main chain comprising monomeric units, some of which have acidic groups, and a hydrophobic polymeric side chain comprising polystyrene;~~

~~b) from about 0 to about 75% of water soluble polymer by weight, based on the combined weights of the water soluble polymer and the graft Copolymer; and~~

a thermoplastic graft copolymer, said graft copolymer being a reaction product of:

(1) a polystyrene macromonomer having an ethylenically unsaturated functional group, and

(2) at least one hydrophilic acidic monomer having an ethylenically unsaturated functional group;

wherein the weight percent of the polystyrene macromonomer in the graft copolymer is between about 1 and about 20%, and the weight percent of the total hydrophilic monomer in the graft copolymer is between 80 and 99%, wherein at least about 10% of said total hydrophilic monomer is acidic, said graft copolymer when fully hydrated having an equilibrium water content of at least 90%; and

~~c)~~ b) an effective amount of the biologically active agent;

in

~~d)~~ c) one or more hydrophilic-water based carriers selected from the group consisting of a solution, emulsion, dispersion, lotion, cream, petrolatum and a wax-based preparation ~~or hydrophobic carrier or a mixture of the same~~;

wherein the composition is in the form of a homogeneous and stable gel;

whereby said composition forms a hydrophilic but water insoluble bio-adherent polymeric film upon application to the skin.

17. (Canceled).

18. (Original) A face make up, comprising the composition of Claim 1.

19. (Withdrawn) A lipstick comprising the composition of Claim 1.

20. (Withdrawn) A mascara comprising the composition of Claim 1.

21. (New) A method of treatment of mammalian skin with a bio-adhesive, film-forming composition said method comprising the steps of:

(a) forming a composition comprising:

(1) from about 0.3% to about 10% by weight of the total composition, of a thermoplastic graft

copolymer, said graft copolymer being a reaction product of:

(i) a polystyrene macromonomer having an ethylenically unsaturated functional group, and

(ii) at least one hydrophilic acidic monomer having an ethylenically unsaturated functional group;

wherein the weight percent of the polystyrene macromonomer in the graft copolymer is between about 1 and about 20%, and the weight percent of the total hydrophilic monomer in the graft copolymer is between 80 and 99%, wherein at least about 10% of said total hydrophilic monomer is acidic, said graft copolymer when fully hydrated having an equilibrium water content of at least 90%;

(2) one or more hydrophilic water based carriers selected from the group consisting of a solution, emulsion, dispersion, lotion, cream, petrolatum and a wax-based preparation;

(b) homogenizing the composition until it forms a homogeneous dispersion; and

(c) applying the homogeneous dispersion to the skin;

whereby said homogeneous dispersion forms a hydrophilic but water insoluble bio-adherent polymeric film.

22. (New) The method of claim 21, wherein said composition, prior to homogenizing, further comprises a biologically active agent.

23. (New) The method of claim 21, further comprising the step of adding a biologically active agent to the homogeneous dispersion.

24. (New) The composition of claim 6, wherein said biologically active agent, when delivered transdermally, is effective as a drug for local or systemic activity.